

Abstract

The aim of my thesis titled "Formation, incorporation and invalidation of the business company" is a description of a complicated two-stage process of establishment of a business company. In connection with the recodification of civil law the thesis focuses on the changes that recodification brought, points out its weaknesses and tries to propose possible solutions. The aim of this work is not to be a guide for potential founders, but rather to discuss the different phases from the theoretical point of view and with regard to the recent changes. The work also does not deal with general issues relating to business companies and even the process of establishing a European company and European Economic Interest Grouping.

The thesis is divided into five chapters, each of them dealing with different stage or question of the establishment of a business company. The chapters are further subdivided into sub-chapters that discuss the individual phases in detail.

The first chapter provides a general introduction and a basic description of the discussed topic. The second chapter deals mainly with the requirements of the founder, his position and the nature of the founding legal action. In the third chapter the thesis mainly addresses the issue of legal action of the preliminary business company and other people in the period between the foundation and the incorporation of the business company. The fourth chapter discusses registration procedure of the company in the Commercial Register and its incorporation. The fifth chapter deals with the invalidity of the business company, caused by defects in constitution of the business company.

While creating this work I proceeded mainly by using methods of interpretation of the law, because there were only few of relevant resources that were sufficiently detailed at the time of making this work. The applicable law has attempted to accomplish the objectives set by the enactor, but some of them have not been fulfilled. This includes efforts to reduce the administrative burden of the founders either in the establishment or in the incorporation of the business company. A positive aspect that the new legislation brings is the omission of certain restrictive requirements of the founder in the establishment the business company.